

UNITED STATES DISTRICT COURT
District of Minnesota

U.S. Securities and Exchange Commission,
Plaintiff,

**AMENDED PARTIAL FINAL
JUDGMENT IN A CIVIL CASE**

V.

Case Number: 11-cv-723 ADM/JSM

Marlon Quan; Acorn Capital
Group, LLC; Stewardship Investment
Advisors, LLC; Stewardship Credit
Arbitrage Fund, LLC; Putnam Green, LLC;
Livingston Acres, LLC; and ACG II, LLC,
Defendants,

Florene Quan,
Relief Defendant,

Nigel Chatterjee; DZ Bank AG Deutsche
Zentral-Genossenschaftsbank, Frankfurt
am Main; Sovereign Bank; Topwater
Exclusive Fund III, LLC; Freestone Low
Volatility Partners, LP; and Freestone
Low Volatility Qualified Partners, LP;
Intervenors,

and

Gary Hansen,
Receiver.

Jury Verdict. This action came before the Court for a trial by jury. The issues have been tried and the jury has rendered its verdict.

X Decision by Court. This action came to trial or hearing before the Court. The issues have been tried or heard and a decision has been rendered.

IT IS ORDERED AND ADJUDGED THAT:

1. Defendants' Renewed Motion for Judgment as a Matter of Law and Motion for a New Trial [Docket No. 517] is **DENIED**;
2. The SEC's Motion for Remedies and Final Judgment [Docket No. 532] is **GRANTED IN PART and DENIED IN PART**;
3. Relief Defendant Florene Quan's Motion for Summary Judgment [Docket No. 269] is **GRANTED**, and

she is **DISMISSED** from this case.

The Court further directs the Clerk of Court to enter final judgment as to Defendants Marlon Quan, Acorn Capital Group, LLC, Stewardship Investment Advisers, LLC, and ACG II, LLC as follows:

A.

IT IS HEREBY ORDERED AND ADJUDGED that Defendants Marlon Quan, Acorn Capital Group, LLC, Stewardship Investment Advisers, LLC, and ACG II, LLC (collectively, "Defendants"), their agents, affiliates, servants, employees, attorneys, and those persons in active concert or participation with them who receive actual notice of this Partial Final Judgment by personal service or otherwise, are permanently restrained and enjoined from violating Section 17(a)(2) and 17(a)(3) of the Securities Act of 1933 [15 U.S.C. §§ 77q(a)(2) and 77q(a)(3)] in the offer or sale of any security by the use of any means or instruments of transportation or communication in interstate commerce or by use of the mails, directly or indirectly to: obtain money or property by means of any untrue statement of a material fact or any omission of a material fact necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading; or engage in any transaction, practice or course of business which operates or would operate as a fraud or deceit upon purchasers or prospective purchasers of such securities.

B.

IT IS FURTHER ORDERED AND ADJUDGED that Defendants, their agents, affiliates, servants, employees, attorneys, and those persons in active concert or participation with them who receive actual notice of this Partial Final Judgment, by personal service or otherwise, are permanently restrained and enjoined from violating or aiding and abetting violations of Section 10(b) of the Securities Exchange Act of 1934 [15 U.S.C. § 78j(b)] and Rule 10b–5 promulgated thereunder [17 C.F.R. § 240.10b–5], by using any means or instrumentality of interstate commerce, or of the mails, or of any facility of any national securities exchange, in connection with the purchase or sale of any security:

(a) to employ any device, scheme, or artifice to defraud;

(b) to make any untrue statement of a material fact or to omit to state a material fact necessary in order

to make the statements made, in the light of the circumstances under which they were

made, not misleading; or

- (c) to engage in any act, practice, or course of business which operates or would operate as a fraud or deceit upon any person.

C.

IT IS FURTHER ORDERED AND ADJUDGED that Defendants Marlon Quan and Stewardship Investment Advisors, LLC, their agents, affiliates, servants, employees, attorneys, and those persons in active concert or participation with them who receive actual notice of this Partial Final Judgment, by personal service or otherwise, are permanently restrained and enjoined from violating or aiding and abetting violations of Section 206(4) of the Advisers Act [15 U.S.C. § 80b–6(4)] and Rule 206(4)–8 thereunder [17 C.F.R. § 275.206(4)–8], by making use of the mails or any means or instrumentality of interstate commerce, directly or indirectly:

- (a) to make any untrue statement of a material fact or omitting to state a material fact necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading, to any investor or prospective investor in a pooled investment vehicle; or
- (b) otherwise to engage in any act, practice or course of business that is fraudulent, deceptive, or manipulative with respect to any investor or prospective investor in a pooled investment vehicle.

D.

IT IS FURTHER ORDERED AND ADJUDGED that Defendants are liable, jointly and severally, for disgorgement of \$80,613,589 together with prejudgment interest of \$15,578,083.73. Defendants' total liability of \$96,191,672.73 is hereby credited by two payments, totaling \$1,142,000, which Defendants made to defrauded investors, leaving a judgment balance of \$95,049,672.73. Payments of such judgment balance shall be made to the Clerk of this Court.

E.

IT IS FURTHER ORDERED AND ADJUDGED that this Amended Partial Final Judgment is entered *nunc pro tunc* as of September 22, 2014, the date on which Defendants were found liable, jointly and severally, for disgorgement of \$80,613,589, and prejudgment interest of \$15,578,083.73.

F.

IT IS FURTHER ORDERED AND ADJUDGED that this Court shall retain jurisdiction of this matter for the purposes of enforcing the terms of this Amended Partial Final Judgment.

G.

There being no just reason for delay, pursuant to Rule 54(b) of the Federal Rules of Civil Procedure, the Court hereby directs the Clerk to enter this Amended Partial Final Judgment.

December 12, 2014

Date

RICHARD D. SLETTEN, CLERK

s/L. Brennan

(By)

L. Brennan, Deputy Clerk